

# Memo



Town of Shrewsbury  
Engineering Department  
100 Maple Avenue  
Shrewsbury, MA 01545

Telephone Number: (508) 841-8502  
Fax Number: (508) 841-8497

To: Irwin Barkan, I.J. Barkan, Inc.  
Kevin Maley, FF Realty LLC  
Michael Roberts, AvalonBay Communities, Inc.

From: Eric Denoncourt, Civil Engineer & Planner

CC: Board of Selectmen  
Ron Alarie; Judith Barrett, Community Opportunities Group; Michael Hale; Dan Morgado; Jack Perreault; Patty Sheehan

Date: June 28, 2007

Re: 40B RFI Responses, General Comments/Questions for All Projects

---

As you are aware, the Board of Selectmen will hold public meetings on July 2<sup>nd</sup> and July 16<sup>th</sup> to review the responses to the Requests for Expressions of Interest. The Town Manager's Office, Building Inspector's Office, Engineering Department, and consultant Judith Barrett, have reviewed the proposals and have compiled the general questions listed below for all the projects. Additional specific comments for each project will be distributed to each proponent individually. If you have any questions or need clarification, please feel free to contact me.

1. Explain how your proposal will address the Town's planned production dilemma?
2. What expertise do you currently have in house or via your development team in dealing with DHCD and the regulatory environment surrounding Chapter 40B, 40R, 40S, etc.?
3. What will happen to your site from a development perspective if your project is not selected?
4. What is the demonstrated mixed use experience of your proposed development team (exclude Avalon)?
5. Please outline the specific cash payments in fees and mitigation that you are proposing?

6. Please outline the phasing for your project?
7. Please outline what input the Town will have on the overall design and appearance of the project.
8. To what extent can the residential density of your proposal be reduced?
9. Please address the impact on and requirements of your project on water, sewer and stormwater management infrastructure.
10. Will the entire development be serviced or wired for Shrewsbury electric, cable, and high speed internet?
11. The RFI included a request for sprinkler systems to be designed in accordance with the higher standard of NFPA 13, in lieu of NFPA 13R as typically required for residential developments.

**NOTE:** Handouts and presentations boards are the desired media for the meeting as there will be limited time to hear each proposal. If you prefer to use PowerPoint or another computer aided presentation, we can provide a screen but each project team will need to bring their own lap top & projector. Presentation times will not be extended for setup or technical difficulties so please contact me in advance with any setup needs.

# Memo



Town of Shrewsbury  
Engineering Department  
100 Maple Avenue  
Shrewsbury, MA 01545

Telephone Number: (508) 841-8502  
Fax Number: (508) 841-8497

To: Irwin Barkan, I.J. Barkan, Inc.  
From: Eric Denoncourt, Civil Engineer & Planner  
CC: Board of Selectmen  
Ron Alarie; Judith Barrett, Community Opportunities Group; Michael Hale; Dan Morgado; Jack Perreault; Patty Sheehan  
Date: June 28, 2007  
Re: 40B RFI Response, Project Specific Comments/Questions  
I.J. Barkin, Inc., Kimco Realty Corp., SREV LLC

---

In addition to the general questions distributed for all projects, please be prepared to address the following specific questions for your project.

1. Has the residential developer been determined?
2. How will the site accommodate the proposed density and how will this density blend in with the surrounding residential neighborhood?
3. How will traffic flow within the site and through the Harrington Avenue intersection and to Old Mill Road? What improvements will be made to the surrounding street network?
4. What is the status of acquiring the interior parcels not currently under the control of the development team? What impact will this have on the team's ability to obtain a site eligibility letter from Mass Housing?
5. The proposal indicates intent to relocate Kings Brook. Are there any plans for its proposed location?
6. Expand upon the proposal's reference to how the project team will overcome the sewer capacity issues. Onsite treatment and disposal alternatives will need to be a significant component of the project's sewage flows.

7. The proposal fails to address the following evaluation criteria specifically identified in the RFI:

- How will the project provide the Town of Shrewsbury eligibility for housing certification of one, two, three, or more years?
- Will all units within the development be eligible for the 40B Subsidized Housing Inventory?
- Will the units be deed restricted to insure affordability will be maintained in perpetuity?
- Will the development have 24-hour onsite management and security?

I.J. BARKAN, INC.

5358 Main Street Waitsfield, VT 05673

Phone 802/496-6766 Fax 802/301-1077

MEMORANDUM

TO: Eric Denoncourt, Civil Engineer & Planner

CC: Ed Senenman, Kimco Realty Corp.  
Norm Greenberg, SREV LLC  
Jerry Elovitz, SREV LLC.

FROM: Irwin Barkan

RE: 40B RFI Response: Project Specific Comments/Questions

DATE: July 2, 2007

---

**1. Has the residential developer been determined?**

We have not yet determined the residential developer we will partner with on this project.

We are prepared to move forward on this once we have received an indication from the Town that we will receive a designation.

The members of our development team has been involved in mixed-use projects across the country and have typically partnered with residential partners with a national reputation on these projects, including two residential developers (Fairfield Residential and JPI) who are active in the Massachusetts market and have an expertise in the permitting of affordable housing under Chapter 40B.

Initial discussions with interested partners have been held and can be finalized within a reasonably short timeframe.

**2. How will the site accommodate the proposed density and how will this density blend in with the surrounding residential neighborhood?**

The entire mixed-use project site, including the residential component, is designed with the tallest buildings located toward the center of the site and away from the surrounding residential neighborhood.

The general design for the project focus on a series of 1 and 2 story buildings located along Route 9 and along Olympia and Muzzy Ave. A series of 3 and 4 story buildings are located near the center of the site and along Spags Alley.

These buildings in the center of the site approximately 150 back from Olympia and Muzzy are then buffered from the surrounding neighborhood by a series of 35' high Townhomes which have parking internal to the site and the landscaped "backyards" facing the neighborhood.

**3. How will traffic flow within the site and through the Harrington Avenue intersection and to Old Mill Road? What improvements will be made to the surrounding street network?**

We have performed a preliminary traffic analysis for the entire proposed mixed-use site which indicates that the project will generate an estimated net 1,050 new vehicle trips during the average weekday and 2,500 trips on the average Saturday. Traffic volumes at the Route 9 and Harrington Avenue intersection are estimated to increase by 5% based on a full build-out of the project over a 5-year horizon.

We expect that the Town will complete its planned improvements to the Harrington Avenue intersection at Route 9 and that this will result in improved traffic flow to this portion of the project site.

We are studying the existing access points along the project site and Route 9 for the most suitable site for potential signalization, which we are prepared too propose and provide. We believe that the Lakeview Avenue and Route 9 intersection may be the most suitable location for this.

**4. What is the status of acquiring the interior parcels not currently under the control of the development team? What impact will this have on the team's ability to obtain a site eligibility letter from Mass Housing?**

We are in negotiations with the owners of the interior parcels and hope to acquire site control of these parcels in the near future. This is necessary to accommodate the entire

mixed use layout in our submission; however we have a satisfactory alternative to the entire mixed use plan as submitted.

Since an applicant must have site control to obtain a MassHousing Project Eligibility letter ("Site Approval") for a 40B project, we will modify our plan if we are unable to come to terms with some or all of these owners in the near future. According to MassHousing<sup>1</sup>, an applicant must demonstrate site control by having "sufficient legal interest" in the underlying property by: (1) deed(s); (2) purchase and sale agreement(s), or (3) option(s) to purchase for any parcel(s).

Additionally, site control is required at the time of a comprehensive permit application. Applicants must have site control of the entire area addressed by a project as a jurisdictional requirement for comprehensive permit applications under Massachusetts law, per 760 CMR 31.01(1)(c).

The project size for the residential component as presently conceived is approximately 9.7 acres. Should we elect to modify our plan we will utilize only the land owned by SREV LLC which totals approximately 7.5 acres of land. We will work with the Town as required, after initial designation, to modify the layout and density to fit entirely inside the boundaries of land currently owned in fee by SREV. Further engineering studies will be required to determine the exact layout and number of units within the 7.5 acres.

We are reasonably certain that a minimum of 300 units can be accommodated within a site reduced to that land currently owned in fee by SREV.

Given our ability and willingness to modify our plan, our ability to acquire the interior lots will ultimately have no impact on securing a site eligibility letter from Mass Housing for the plan eventually approved the Town within our project site boundaries.

**5. The proposal indicates intent to relocate Kings Brook. Are there any plans for its proposed location?**

We will address this during our presentation.

**6. Expand upon the proposal's reference to how the project team will overcome the sewer capacity issues. Onsite treatment and disposal alternatives will need to be a significant component of the project's sewage flows.**

We will address this during our presentation.

---

<sup>1</sup> See MassHousing's guidance document titled "Chapter 40B Site Approval" at [https://www.masshousing.com/portal/server.pt?open=514&objID=238&parentname=CommunityPage&parentid=2&mode=2&in\\_hi\\_userid=2&cached=true](https://www.masshousing.com/portal/server.pt?open=514&objID=238&parentname=CommunityPage&parentid=2&mode=2&in_hi_userid=2&cached=true), accessed on June 29, 2007.

**7. The proposal fails to address the following evaluation criteria specifically identified in the RFI:**

- **How will the project provide the Town of Shrewsbury eligibility for housing certification of one, two, three, or more years?**

The timing of a town's ability to count housing approvals toward its calculation of affordable housing statistics and statutory minima is addressed by state regulations. Section 760 CMR 31.04(1) (a) provides that only units that are "subject to building permits, available for occupancy, or occupied as low or moderate income housing" may be counted towards a town's calculations. This section of the regulations also provides that for units approved through a comprehensive permit, units will count from the date of the comprehensive permit, but will no longer count one year later if a building permit is not issued in that period. The units will thereafter again count only once the building permit is issued. Further, 760 CMR 31.04(3) provides that only developments "proceeding in good faith to completion insofar as is reasonably practicable" may be counted towards statutory minima calculations.

To the extent the project is undertaken through a 40B comprehensive permit, Massachusetts regulation 760 CMR 31.08(4)<sup>1</sup> provides for a three (3) year time limit to initiate construction, timed from the granting of a comprehensive permit. The regulations at 760 CMR 31.08(4) also allow for the town to set an earlier or later expiration date than three years from the granting of the comprehensive permit, such that a project with a five year approved "assured phasing schedule" would not lapse before the approved expiration date. In this instance, a building permit would be the applicable trigger for counting the units covered by such building permit(s).

Presuming that an assured phasing schedule does not delay construction beyond statutory lapsing of permits, it is reasonable to conclude that a phased construction of units constitutes "good faith completion" of affordable housing, and examples of planned phasing are seen in other Massachusetts towns. Therefore, initial units built in year one may be counted against that year, and units covered by subsequent building permits issued in years two and/or three may be counted once building permits for those units are issued.

---

<sup>1</sup> The regulation reads:

760 CMR 31.08(4) Lapse of Permits. If construction authorized by a comprehensive permit has not begun within three years of the date on which the permit becomes final, the permit shall lapse. The permit shall become final on the date that the written decision of the Board is filed in the office of the city or town clerk if no appeal is filed. Otherwise, it shall become final on the date the last appeal is decided or otherwise disposed of. The Board or the Committee may set an earlier or later expiration date and may extend any expiration date. An extension may not be unreasonably denied nor denied due to other projects built or approved in the interim.



To the extent that the project is undertaken through a special permit rather than a comprehensive permit, Section IX.E of the By-law provides that following its issuance, a special permit expires if construction does not commence (except for “good cause”), within two (2) years of the date of the permit’s granting. Presumably, a Town directive to stagger the building of units would qualify as “good cause” to extend construction starts for portions of the project.

- **Will all units within the development be eligible for the 40B Subsidized Housing Inventory?**

Yes, as all the units will be rental units, all units (both “market rate” and “affordable”) count towards the town’s Subsidized Housing Inventory.

- **Will the units be deed restricted to insure affordability will be maintained in perpetuity?**

Yes, the affordable units will be deed restricted in perpetuity.

- **Will the development have 24-hour onsite management and security?**

Yes.

**I.J. BARKAN, INC.**

5358 Main Street Waitsfield, VT 05673

Phone 802/496-6766 Fax 802/301-1077

**MEMORANDUM**

TO: Eric Denoncourt, Civil Engineer & Planner

CC: Ed Senenman, Kimco Realty Corp.  
Norm Greenberg, SREV LLC  
Jerry Elovitz, SREV LLC.

FROM: Irwin Barkan

RE: 40B RFI Response: General Comments/Questions

DATE: July 2, 2007

---

**1. Explain how your proposal will address the Town's planned production dilemma?**

The timing of a town's ability to count housing approvals toward its calculation of affordable housing statistics and statutory minima is addressed by state regulations. Section 760 CMR 31.04(1) (a) provides that only units that are "subject to building permits, available for occupancy, or occupied as low or moderate income housing" may be counted towards a town's calculations. This section of the regulations also provides that for units approved through a comprehensive permit, units will count from the date of the comprehensive permit, but will no longer count one year later if a building permit is not issued in that period. The units will thereafter again count only once the building permit is issued. Further, 760 CMR 31.04(3) provides that only developments "proceeding in good faith to completion insofar as is reasonably practicable" may be counted towards statutory minima calculations.

To the extent the project is undertaken through a 40B comprehensive permit, Massachusetts regulation 760 CMR 31.08(4)<sup>1</sup> provides for a three (3) year time limit

---

<sup>1</sup> The regulation reads:

760 CMR 31.08(4) Lapse of Permits. If construction authorized by a comprehensive permit has not begun within three years of the date on which the permit becomes final, the permit shall lapse. The permit shall become final on the date that the written decision of the Board is filed in the office of the city or town clerk

to initiate construction, timed from the granting of a comprehensive permit. The regulations at 760 CMR 31.08(4) also allow for the town to set an earlier or later expiration date than three years from the granting of the comprehensive permit, such that a project with a five year approved "assured phasing schedule" would not lapse before the approved expiration date. In this instance, a building permit would be the applicable trigger for counting the units covered by such building permit(s).

Presuming that an assured phasing schedule does not delay construction beyond statutory lapsing of permits, it is reasonable to conclude that a phased construction of units constitutes "good faith completion" of affordable housing, and examples of planned phasing are seen in other Massachusetts towns. Therefore, initial units built in year one may be counted against that year, and units covered by subsequent building permits issued in years two and/or three may be counted once building permits for those units are issued.

To the extent that the project is undertaken through a special permit rather than a comprehensive permit, Section IX.E of the By-law provides that following its issuance, a special permit expires if construction does not commence (except for "good cause"), within two (2) years of the date of the permit's granting. Presumably, a Town directive to stagger the building of units would qualify as "good cause" to extend construction starts for portions of the project.

**2. What expertise do you currently have in house or via your development team in dealing with DHCD and the regulatory environment surrounding Chapter 40B, 40R, 40S, etc.?**

We retain Robert Longden of Bowditch & Dewey as our real estate and permitting attorney. His firm has been involved in the permitting of numerous Chapter 40B affordable housing projects in Central Massachusetts.

We plan to select a residential developer experienced in Chapter 40B permitting to participate in our project and develop the residential component.

The members of our development team has been involved in mixed-use projects across the country and have typically partnered with residential partners with a national reputation on these projects, including two residential developers (Fairfield Residential and JPI) who are active in the Massachusetts market and have an expertise in the permitting of affordable housing under Chapter 40B.

---

if no appeal is filed. Otherwise, it shall become final on the date the last appeal is decided or otherwise disposed of. The Board or the Committee may set an earlier or later expiration date and may extend any expiration date. An extension may not be unreasonably denied nor denied due to other projects built or approved in the interim.

**3. What will happen to your site from a development perspective if your project is not selected?**

Given that our site is located in the Lakeway Overlay District and that we have planned to incorporate a significant housing component as one of the primary project uses, our ability to properly develop the site (within the general guidelines of the overlay district) will be significantly impeded.

We may not be able to redevelop the site if we are not selected under the RFI.

**4. What is the demonstrated mixed use experience of your proposed development team (exclude Avalon)?**

Our development team has a significant amount of mixed-use development experience, which has been detailed in our proposal. Kimco Realty Corp., one of the largest owners of shopping centers in the country, is involved in numerous mixed-use developments. I.J. Barkan, Inc. is involved in proposed mixed-use developments in Vermont and Massachusetts.

Our engineering and architectural consultants (PCA & Tetra Tech Rizzo) have also been involved in the design of numerous mixed-use projects, including Mashpee Commons.

**5. Please outline the specific cash payments in fees and mitigation that you are proposing?**

We are not prepared to discuss specific cash payments at this time. However, we are prepared to propose specific mitigation measures that will improve vehicular traffic near our project site.

**6. Please outline the phasing for your project?**

We are willing to discuss a project phasing with the Town.

**7. Please outline what input the Town will have on the overall design and appearance of the project.**

We are committed to continuing to work with the Town regarding the overall design and appearance of the project.

**8. To what extent can the residential density of your proposal be reduced?**

We are willing to discuss a reduction in the amount of housing units we will develop on the site.

**9. Please address the impact on and requirements of your project on water, sewer and stormwater management infrastructure.**

We will address this in our presentation.

**10. Will the entire development be serviced or wired for Shrewsbury electric, cable, and high speed internet?**

We are willing to discuss this.

**11. The RFI included a request for sprinkler systems to be designed in accordance with the higher standard of NFPA 13, in lieu of NFPA 13R as typically required for residential developments.**

**Daniel J Morgado**

---

**From:** Peter Nizwantowski [pnizwantowski@retailinvest.com]  
**Sent:** Monday, July 16, 2007 4:01 PM  
**To:** Selectmen; Maurice Depalo; Daniel J Morgado  
**Cc:** Irwin Barkan; 'Norman Greenberg'; 'Longden, Jr. Robert E.'; 'Senenman, Edward'; 'Bill Elovitz'; jerryellis@building19.com; Andrew Montelli; 'Kevin Maley'  
**Subject:** Correspondence to the Shrewsbury Board of Selectmen

Dear Sirs/Madam:

Irwin Barkan, on behalf of the I.J. Barkan, Inc, Kimco Realty Corp., SREV LLC Joint Venture, has requested that I remit the following letter to the Board of Selectmen.

This letter addresses the Board's concern regarding the status of a residential partner for our project.

Norm Greenberg of SREV LLC and I will be attending tonight's meeting and will be available to answer any questions the Board may have regarding our presentation.

A signed letter will be faxed separately.

Thanks

Peter Nizwantowski  
RETAIL INVESTMENT SERVICES LLC  
44 Chestnut Street  
Charlestown, MA 02129  
Tel: 617/314-7963  
Fax: 617/249-0853  
Mobile: 617/388-4434  
pnizwantowski@retailinvest.com

7/16/2007

I.J. BARKAN, INC.

5358 Main Street    Waitsfield, VT 05673  
Phone 802/496-6766    Fax 802/301-1077

July 16, 2007

Maurice M. DePalo  
Chairman  
Board of Selectmen  
Town of Shrewsbury  
100 Maple Ave.  
Shrewsbury, MA

Re:    Expression of Interest  
      Planned Production of Mixed-Income Housing

Dear Mr. DePalo:

I.J. Barkan, Inc., on behalf of I.J. Barkan, Inc., Kimco Realty Corp. and SREV LLC, wishes to inform the Board of Selectmen that in response to its request stated during our presentation, we are continuing our negotiations with Fairfield Residential LLC to become the residential partner of our proposed mixed-use development.

Should the Town designate our proposal under the RFI, we intend to move forward to conclude our negotiations with Fairfield Residential LLC, in which Fairfield would lead the development and management of the mixed-income housing component of our project.

Fairfield Residential LLC is one of the largest developers of multi-family housing in the country. They maintain local offices in Framingham, MA and have a detailed proficiency in the development of 4013 housing in Massachusetts.

Please note that Fairfield has successfully partnered with a member of our project team, Kimco Realty Corp., on its Factoria Mall redevelopment project. This mixed-use project, located in Bellevue, WA was detailed in our Expression of Interest.

Our development team is prepared to meet any other conditions that the Board deems necessary that will enable our project to be awarded a designation and enable us to redevelop the former Spag's property.

Members of our project team, including Peter Nizwantowski and Norm Greenberg, a principle of SREV LLC, will attend the public hearing scheduled for tonight and will be available to respond to any questions the Board may have.

Sincerely,

Irwin Barkan  
President  
I.J. Barkan, Inc.

On behalf of I.J. Barkan, Inc., Kimco Realty Corp. and SREV LLC.

CC: Ed Senenman, Kimco Realty Corp.  
Norm Greenberg, SREV LLC  
Robert Longden, Bowditch & Dewey  
Kevin Maley, Fairfield Residential LLC  
Andrew Montelli, Fairfield Residential LLC  
Daniel Morgado, Town of Shrewsbury



# Memo



Town of Shrewsbury  
Engineering Department  
100 Maple Avenue  
Shrewsbury, MA 01545

Telephone Number: (508) 841-8502  
Fax Number: (508) 841-8497

To: Kevin Maley, FF Realty LLC  
From: Eric Denoncourt, Civil Engineer & Planner  
CC: Board of Selectmen  
Ron Alarie; Judith Barrett, Community Opportunities Group; Michael Hale; Dan Morgado; Jack Perreault; Patty Sheehan  
Date: June 29, 2007  
Re: 40B RFI Response, Project Specific Comments/Questions  
Fairfield Residential LLC

---

In addition to the general questions distributed for all projects, please be prepared to address the following specific questions for your project.

1. Has the commercial developer been determined?
2. What experience and level of involvement does Fairfield have with commercial development?
3. Has any consideration been given to improving the Route 9 and Maple Avenue intersection to allow a left turn from Maple Avenue onto Route 9?
4. Can the Subway and Car Wash properties be incorporated into the site development?
5. Expand upon the proposal's reference to how the project team will overcome the sewer capacity issues. Onsite treatment and disposal alternatives will need to be a significant component of the project's sewage flows.
6. Response on Form 1 indicates that no one on the development team will have more than one role in the project development. As a large national development team with a portfolio like Fairfield, it would seem reasonable for them to be involved with development, property management, asset management, planning, and legal. Please clarify.

7. Will there be any local development and design components added to the team. Much of the professional development team comes from Texas.
8. With the current project layout, why not permit the project with the current zoning in place? The site is laid out as two separate projects that could be permitted as a 40B project and Lakeway project.
9. Several example projects sited in other parts of the country are true mixed use projects that meet the true intent of the Lakeway Overlay District. Why are these examples not followed in the design of this project?

# FAIRFIELD RESIDENTIAL LLC

To: Eric Denoncourt, Civil Engineer & Planner  
From: Kevin Maley, FF Realty LLC  
CC: Board of Selectmen  
Ron Alarie; Judith Barrett, Community Opportunities Group; Michael Hale; Dan Morgado; Jack Perreault; Patty Sheehan  
Date: July 16, 2007  
Re: 40B RFI Response, Project General Comments/Questions  
Fairfield Residential LLC

---

In addition to the specific questions distributed for all projects, please be prepared to address the following specific questions for your project.

1. Has the commercial developer been determined?

We have not finalized an agreement with a retail partner, as yet. We would expect to execute a letter of intent following the completion of this process, prior to the submission of the applications for permits & approvals.

2. What experience and level of involvement does Fairfield have with commercial development?

Fairfield is involved with approximately 15 developments that include a commercial/retail component. On most of these, Fairfield relied on a retail development partner for those components of the project.

3. Has any consideration been given to improving the Route 9 and Maple Avenue intersection to allow a left turn from Maple Avenue onto Route 9?

Based on our initial discussions with prospective retail partners, the ability to make a left turn to go eastbound on Rt.9 is important to attract certain retail tenants. During our initial traffic analysis we have begun to study the modifications that would be

necessary to make that happen, including the possible need for land acquisition. However, further study and coordination with Mass. Highway is needed to confirm its feasibility.

4. Can the Subway and Car Wash properties be incorporated into the site development?

After initial contact with (or attempts to contact) the owners of those properties, we do not believe we would be able to secure these properties at reasonable market prices.

5. Expand upon the proposal's reference to how the project team will overcome the sewer capacity issues. Onsite treatment and disposal alternatives will need to be a significant component of the project's sewage flows.

On-site disposal is not feasible due to steep slopes and soil conditions. Our proposal is to work with the Town to further investigate I/I removal opportunities to increase sewer capacity. In addition, we understand that an on-site pump station may be required in order to by-pass the Rolphe Avenue pump station due to its overloading during rainfall events.

6. Response on Form 1 indicates that no one on the development team will have more than one role in the project development. As a large national development team with a portfolio like Fairfield, it would seem reasonable for them to be involved with development, property management, asset management, planning, and legal. Please clarify.

Kevin Maley and John Shipe will be the primary project managers for Fairfield Residential throughout the development, construction and lease-up process and will coordinate with our in-house department heads for input on all aspects of the project, including Fairfield staff from other corporate and regional offices who have experience with mixed-use developments.

7. Will there be any local development and design components added to the team. Much of the professional development team comes from Texas.

Again, Kevin Maley and John Shipe in the Framingham office will have primary responsibility for the project, with support from other regional and corporate resources. We would expect the retail developer will have local development and design components for that portion of the project.

8. With the current project layout, why not permit the project with the current zoning in place? The site is laid out as two separate projects that could be permitted as a 40B project and Lakeway project.

We see a greater benefit to the Town with the approval of a 40R designation.

9. Several example projects sited in other parts of the country are true mixed use projects that meet the true intent of the Lakeway Overlay District. Why are these examples not followed in the design of this project?

The conditions of this property (mainly topography) make this a much more challenging site to develop. We have provided one portion of vertical integrated development in the core area in the Lakeway Overlay District Program. Further refinement is expected as the program is refined and as market conditions dictate. We will continue to review program modifications with the Town as we go through the permitting process.

# FAIRFIELD

## RESIDENTIAL LLC

To: Eric Denoncourt, Civil Engineer & Planner  
From: Kevin Maley, FF Realty LLC  
CC: Board of Selectmen  
Ron Alarie; Judith Barrett, Community Opportunities Group; Michael Hale; Dan Morgado; Jack Perreault; Patty Sheehan  
Date: July 16, 2007  
Re: 40B RFI Response, Project General Comments/Questions  
Fairfield Residential LLC

In addition to the specific questions distributed for all projects, please be prepared to address the following specific questions for your project.

**1. Explain how your proposal will address the Town's planned production dilemma?**

**RESPONSE:**

The approximately 335 residential units proposed by Fairfield, together with the 125,000 to 175,000 square feet of retail and commercial space affords the Town of Shrewsbury unique opportunity to maximize its planned unit production with a Chapter 40B Comprehensive Permit and/or the adoption of a Chapter 40R Mixed Use Growth Overlay District, or a combination of these.

A. A Chapter 40B Local Initiative Program ("LIP"). Under this model, all of the rental units would be counted on the subsidized housing inventory and the Town of Shrewsbury would be certified by the State as compliant with its Community Development Plan for the maximum certification period available which is two (2) years;

B. Chapter 40R. The significant difference between a Chapter 40B Development and a Chapter 40R Development is the timing for the addition of the units to the subsidized housing inventory. Under Chapter 40R, the units are added upon the issuance of a building permit for the units.

C. Chapter 40R Development with a Chapter 40B LIP Component. The combination of the two resources appears to provide the best opportunity for the longest period of planned production available to the Town. It also has the benefit of creating financial rewards to the Town under Chapter 40R. The interaction of the two proposals is set forth in detail in the Expression of Interest.

The project also fits within the Lakeway Overlay District guidelines and will serve as an important portion of the redevelopment of this area. These opportunities are outlined in detail in

the Proposed Approach section of the Expression of Interest submitted by Fairfield and can be found in Section 1.4 beginning at Page 6. In summary, the opportunities appear as follows:

**2. What expertise do you currently have in house or via your development team in dealing with DHCD and the regulatory environmental surrounding Chapter 40B, 40R, 40S, etc.?**

**RESPONSE:**

Fairfield has a significant amount of experience in dealing with comprehensive permits. Fairfield is currently constructing three developments in Massachusetts pursuant to comprehensive permits. These developments are Fairfield at Dedham (285 units) and Fairfield at Marlborough or Stonegate (332 units) and Fairfield of Mansfield (200 units). Fairfield is also developing a 446 unit project in Peabody which was approved through a zone change.

In addition to Fairfield's experience, the development team includes representatives extremely well versed in the intricacies of the Massachusetts statutes and regulations promoting affordable housing. Mark L. Donahue, Esquire of Fletcher, Tilton & Whipple, P.C., of Worcester has represented developers in the Central Massachusetts area in promoting affordable housing including obtaining comprehensive permits in a variety of communities. Mr. Donahue is currently lead counsel to a private developer seeking a 246 unit comprehensive permit in the Town of Holden. He is also familiar with the Master Plan of Shrewsbury and many of the initiatives of the Town in his involvement as counsel to Worcester Business Development Corporation with regard to Centech Park and Centech East.

The development team also includes Mark Bobrowski of Blatman, Bobrowski & Mead, a law firm in Concord, Massachusetts. Mr. Bobrowski is recognized by his involvement with a number of municipalities as a preeminent expert in affordable housing. Mr. Bobrowski participated in the task force that led to the creation of Chapter 40R and is involved in the implementation of the various statutes and regulations on a regular basis.

**3. What will happen to your site from a development perspective if your project is not selected?**

**RESPONSE:**

While the development site proposed by Fairfield is located in the Lakeway Overlay District, the district does not afford adequate residential density to meet the business and economic needs of Fairfield. This is due to the enormous site cost premiums that will be required in order to build on a site that varies by more than 100 feet in elevation from east to west. The development of the site to meet the density to make the development economically feasible would require a comprehensive permit in some form or fashion. Without that appropriate density, the site runs the risk of being developed solely pursuant to the underlying commercial utilization permitted by the Zoning Bylaw which development will not encompass the significant benefits and planning objectives inherent in the Lakeway Overlay District. With regard to that portion of the site in the

Residential Zoning District, it can be assumed that it would be developed for residential purposes.

**4. What is the demonstrated mixed use experience of your proposed development team (exclude Avalon)?**

**RESPONSE:**

As demonstrated in the Qualifications Section of the Response, Fairfield has extensive experience in the development and operation of mixed use developments in other areas of the country. That experience will be readily available for work on the Shrewsbury development. Fairfield anticipates that the final development team will include a recognized regional or national retail developer who will be involved in the design of the retail space and its interaction with the residential component and will be primarily responsible for the identification of an appropriate tenant mix for the commercial space.

**5. Please outline the specific cash payments in fees and mitigation that you are proposing?**

**RESPONSE:**

Assuming that the Town agrees with Fairfield that an appropriate methodology to proceed is an interaction of a Chapter 40B development within an overall Chapter 40R zoned area, the statute provides that the Town is to be awarded a \$350,000.00 incentive payment upon approval of the Overlay District and the density bonus is the \$3,000.00 per unit upon issuance of the building permits for the units. If and to the extent that either of these payments are not forthcoming from the Commonwealth in accordance with the statute, Fairfield would guaranty such payments and would make same to the Town.

Fairfield would further anticipate paying the regular permit fees, connection fees and other mitigation charges as promulgated for all developers in Shrewsbury and would not be seeking waivers of those amounts. Any other mitigation would be dependent upon further discussion with the Town during the permitting process and an understanding as to the need for same.

**6. Please outline the phasing for your project?**

**RESPONSE:**

The phasing plan for the development can be demonstrated by the reference to the plans which will be reviewed in detail during the public meeting process.

**7. Please outline what input the Town will have on the overall design and appearance of the project.**



**RESPONSE:**

The manner in which the Town would have input on the overall design and appearance of the project is evidenced by the significant involvement the Town has had in the development of the Fairfield proposal. The site design submitted with the response as a result of a series of meetings with Town staff which has afforded Fairfield a better understanding of the Town's concerns. This process should also have shown the Town Fairfield's willingness to incorporate the design ideas that are important to Shrewsbury. We look forward to continuing to work with the Town to fine tune the design.

**8. To what extent can the residential density of your proposal be reduced?****RESPONSE:**

Through the process of working through the design with the Town as described above, the number of units originally proposed for the site has already been reduced by over 20%. It is also worthwhile to keep in mind that once the 2010 census figures are returned, the number of affordable units Shrewsbury has to provide in order to be exempt from Ch 40B will increase and the quantity of units does help the Town achieve its planned production which is identified as a primary goal of the RFI.

**9. Please address the impact on and requirements of your project on water, sewer and storm water management infrastructure.****RESPONSE:**

A more detail explanation of the impact and requirements for water, sewer and stormwater management is set forth in pages 11 through 18 of the proposed approach section of the Fairfield submittal. The submittal includes a section relative to operation and maintenance of the development as it would impact upon storm water design. Fairfield fully expects that it will meet or exceed design requirements of the Massachusetts Department of Environmental Protection Stormwater Management policy.

With regard to water supply, hydrant testing in the area indicates that adequate volume and pressure in the local distribution system to service the proposed project. There have been discussions with the Town concerning a new water main parallel to Route 9 to connect the water main in Oak Street to the water main in Maple Street which is amenable to the developer. As noted above, Fairfield is aware of the various fees relative to water imposed by the Town of Shrewsbury and will not be seeking a waiver of any of those amounts. The total water mitigation fee for the proposed project would, therefore, be in the range of \$2,000,000.00.

Fairfield is very aware of some of the restrictions for sewerage treatment in the Town of Shrewsbury. The anticipated ways water flows from the site is approximately 88,000 gallons per day and it is Fairfield's understanding that the current capacity to the plant is 1.2 million gallons per day. Similar to the water fees, Fairfield is aware of the sewer betterment fee and the inflow/infiltration fee which will be paid with this development and will create a pool of funds of

approximately \$1,400,000.00. It is anticipated that these funds can be put directly into efforts to reduce inflow and infiltration and to improve the local infrastructure so as to facilitate a reduction in overall flows.

**10. Will the entire development be serviced or wired for Shrewsbury electric, cable and high speed internet?**

**RESPONSE:**

The development anticipates that Shrewsbury electric light company will provide electric, telephone and cable service to the development.

**11. The RFI included a request for sprinkler systems to be designed in accordance with the higher standard of NFPA 13, in lieu of NFPA 13R as typically required for residential developments.**

**RESPONSE:**

Fairfield is committed to complying with the Massachusetts Building Code and will discuss this matter further with the Town as architectural and engineering plans are developed prior to construction.

**PROPOSED FEES AND MITIGATION  
FAIRFIELD RESIDENTIAL  
335 DWELLING UNITS AND 165,000 SF COMMERCIAL**

1. CHAPTER 40R INCENTIVE PAYMENT	\$ 350,000
2. CHAPTER 40R BONUS PAYMENT (\$3,000 X 297) (from DHCD)	\$ 891,000
3. FAIRFIELD DENSITY MITIGATION PAYMENT	\$1,005,000
4. CHAPTER 43D TECHNICAL ASSISTANCE GRANT	\$ 150,000
5. SEWER CONNECTION FEE	\$1,400,000
6. WATER CONNECTION FEE	\$2,000,000
<b>TOTAL</b>	<b>\$5,796,000</b>

# Memo



Town of Shrewsbury  
Engineering Department  
100 Maple Avenue  
Shrewsbury, MA 01545

Telephone Number: (508) 841-8502  
Fax Number: (508) 841-8497

To: Michael Roberts, AvalonBay Communities, Inc.  
From: Eric Denoncourt, Civil Engineer & Planner  
CC: Board of Selectmen  
Ron Alarie; Judith Barrett, Community Opportunities Group; Michael Hale; Dan Morgado; Jack Perreault; Patty Sheehan  
Date: June 29, 2007  
Re: 40B RFI Response, Project Specific Comments/Questions  
AvalonBay Communities, Inc.

---

In addition to the general questions distributed for all projects, please be prepared to address the following specific questions for your project.

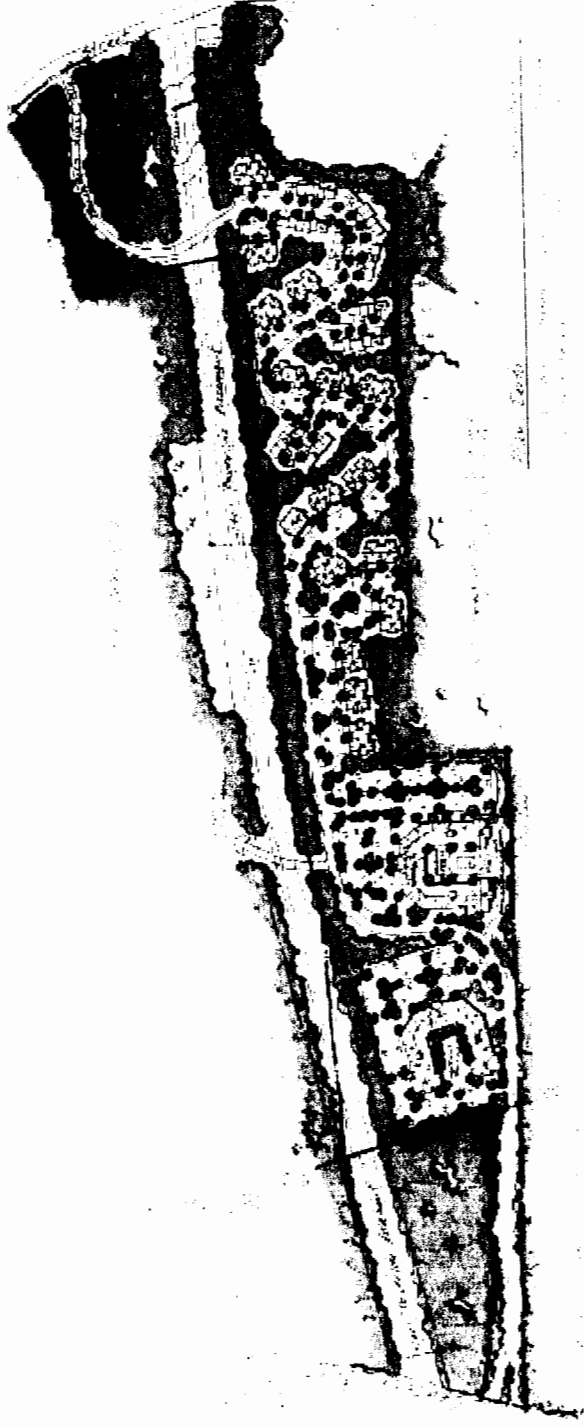
1. The proposed development will create a large residential abutter to the proposed Centech East development. This property was rezoned by Town Meeting in October 2005 to increase the town's non-residential tax base. Such a large residential development with a minimal buffer will make permitting, marketing, and development of the industrial park difficult. Is AvalonBay willing to work cooperatively with the town and WBDC to make the projects more compatible?
2. As submitted, the proposal is for 444 with an option to increase the development to 502 units. Where would the additional units be located?
3. Will the quality of this proposed project be more similar in quality to the examples sited in the RFI response or more similar to the recently constructed Avalon Shrewsbury located on Route 20?
4. What is the potential capacity for ground water discharge on the property? Could additional discharge capacity rights be granted to the Town of Shrewsbury?
5. The RFI response indicates there are 41 school-aged children living at the 251-unit Avalon Shrewsbury on Route 20. What was the occupancy rate at the time of the count?

6. Analysis of school aged children is based on students who are “new to the Shrewsbury Public Schools.” What is the total number of school aged children in the development?
7. Looping of the water as suggested in the RFI response will be required to avoid having the development at the end of the system.
8. Multi-family housing at this location is not consistent with the Master Plan; however, the project is generally consistent with the Affordable Housing Plan.
9. Will improvements to Green Street be proposed?
10. The Flynn property is designated as Chapter 61 land. How will the development team address Shrewsbury’s right of first refusal to purchase the land?

# Avalon at Shrewsbury Hills

Response to Request for Expressions of Interest  
Planned Production of Mixed-Income Housing  
Avalon at Shrewsbury Hills, Shrewsbury, MA

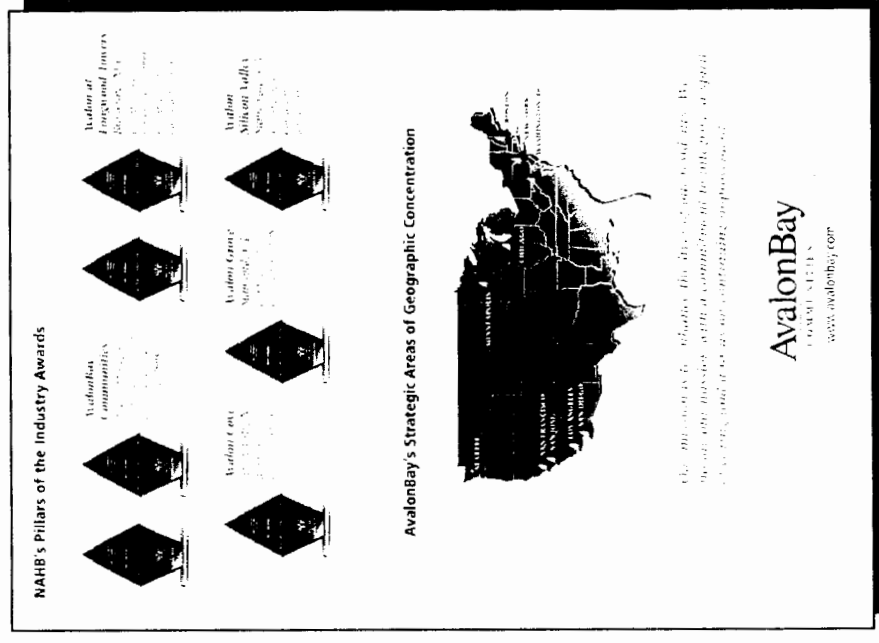
*Submitted To:*  
*Town of Shrewsbury*  
*Office of the Town Manager*



AvalonBay Communities, Inc  
51 Sleeper Street, Suite 750  
Boston, MA 02210

# AvalonBay Communities is a nationally recognized apartment developer with a strong local presence.

- Public Company “REIT”
- NYSE ~ “AVB”
- Market Cap \$9B +/-
- Regional headquarters in Quincy, MA
- 150 communities (43,071 apts.)
- 19 communities in MA (4,639 apts.)
- Development/Construction/Management in-house.



# AvalonBay is the one of the largest producers of mixed-income communities in the Commonwealth.

- Avalon at Prudential Center, *Boston*
- Avalon at Lexington, *Lexington*
- Avalon at Faxon Park, *Quincy*
- Avalon Summit, *Quincy*
- Avalon West, *Westborough*
- Avalon Oaks, *Wilmington*
- Avalon Essex, *Peabody*
- Avalon Oaks West, *Wilmington*
- Avalon Orchards, *Marlborough*
- Avalon at Flanders Hill, *Westborough*
- Avalon Ledges, *Weymouth*
- Avalon at Stevens Pond, *Saugus*
- Avalon at Newton Highlands, *Newton*
- Avalon at The Finchills, *Plymouth*
- Avalon at Crane Brook, *Peabody / Danvers*
- Avalon Essex Place, *Peabody, MA*
- Avalon at Bedford Center, *Bedford, MA*
- Avalon Chestnut Hill, *Chestnut Hill, MA*
- Avalon Shrewsbury, *Shrewsbury, MA*

## *Under Construction:*

- Avalon at Lexington Hills, *Lexington, MA*
- Avalon Danvers, *Danvers, MA*
- Avalon Woburn, *Woburn, MA*
- Avalon Acton, *Acton, MA*
- Avalon at The Hingham Shipyard, *Hingham, MA*



**AvalonBay**  
COMMUNITIES, INC.



**AVALON AT SHREWSBURY HILLS**

Commonwealth of Massachusetts

Scale: 1 inch = 0.5 miles

Legend:

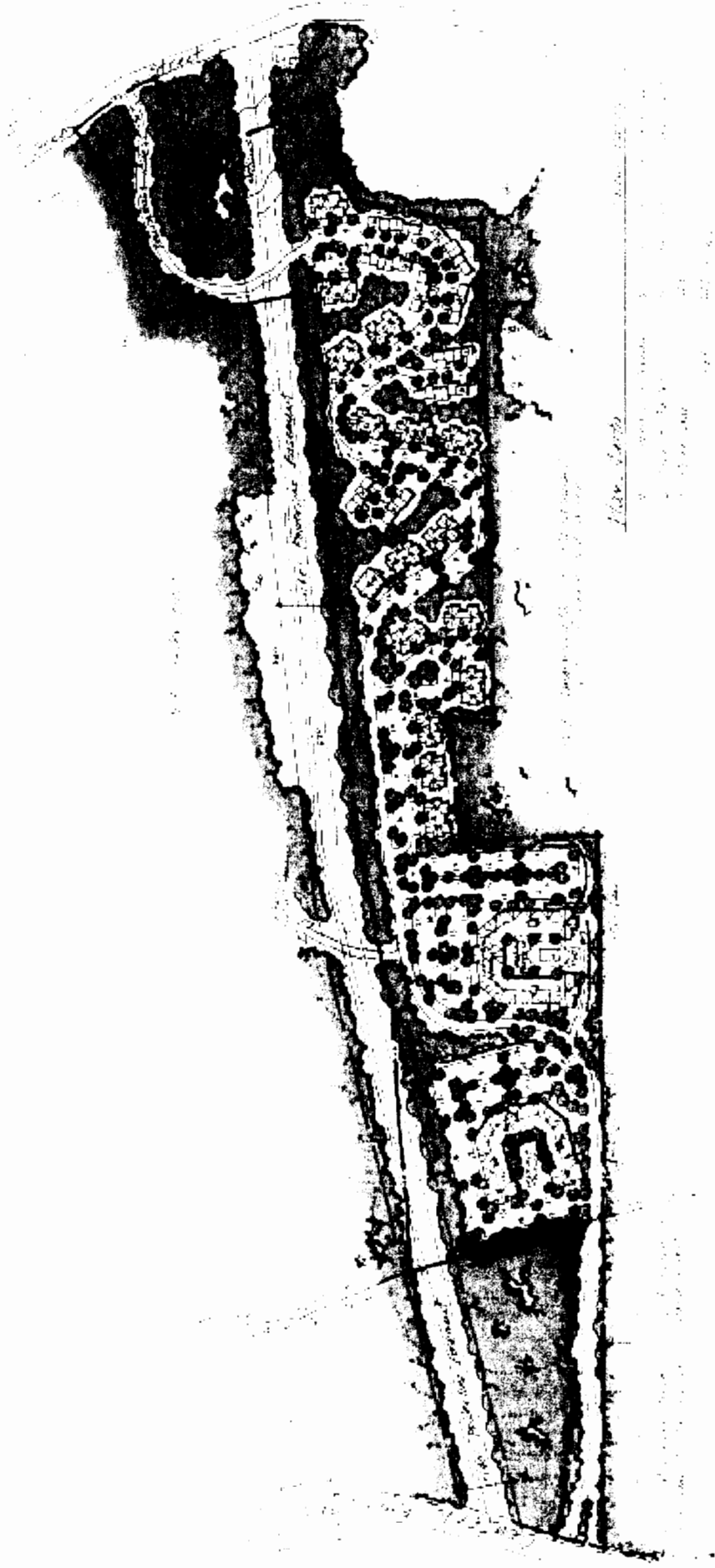
- Industrial
- Residential
- Agricultural
- Open Space
- Landfill
- Gas/Convenience Fire Station
- CentTech Boulevard
- CentTech Park
- CentTech Park East
- Green Street
- MBTA Station
- Graton Job Corps Center
- Tufts University Biotechnology Park
- Tufts University School of Veterinary Medicine

**AvalonBay**  
COMMUNITIES, INC.

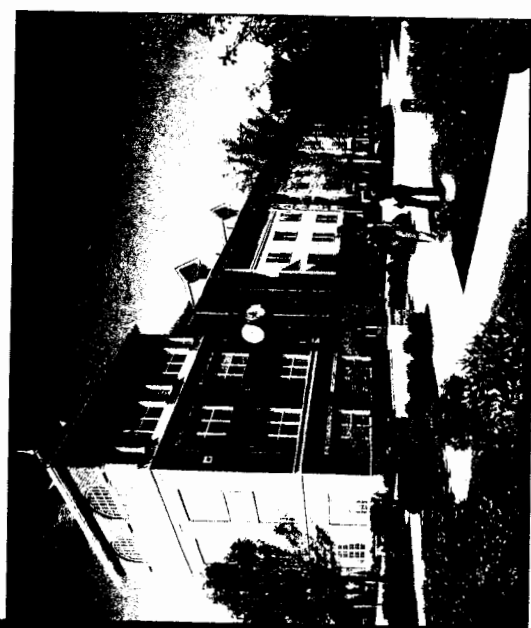
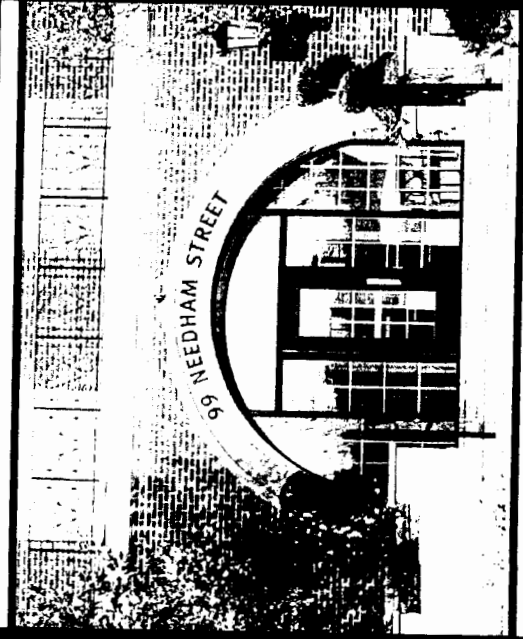
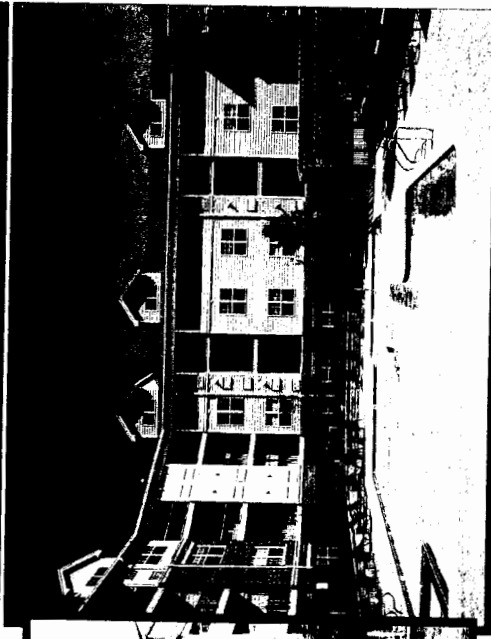
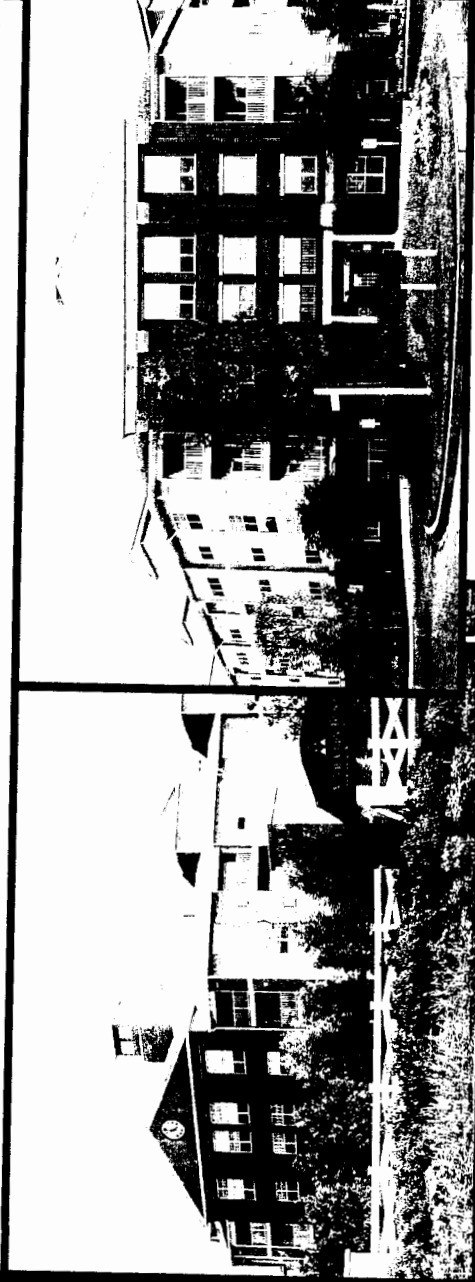
# Aerial Photo with Site Plan



# Community Site Plan



# Four~Story Buildings



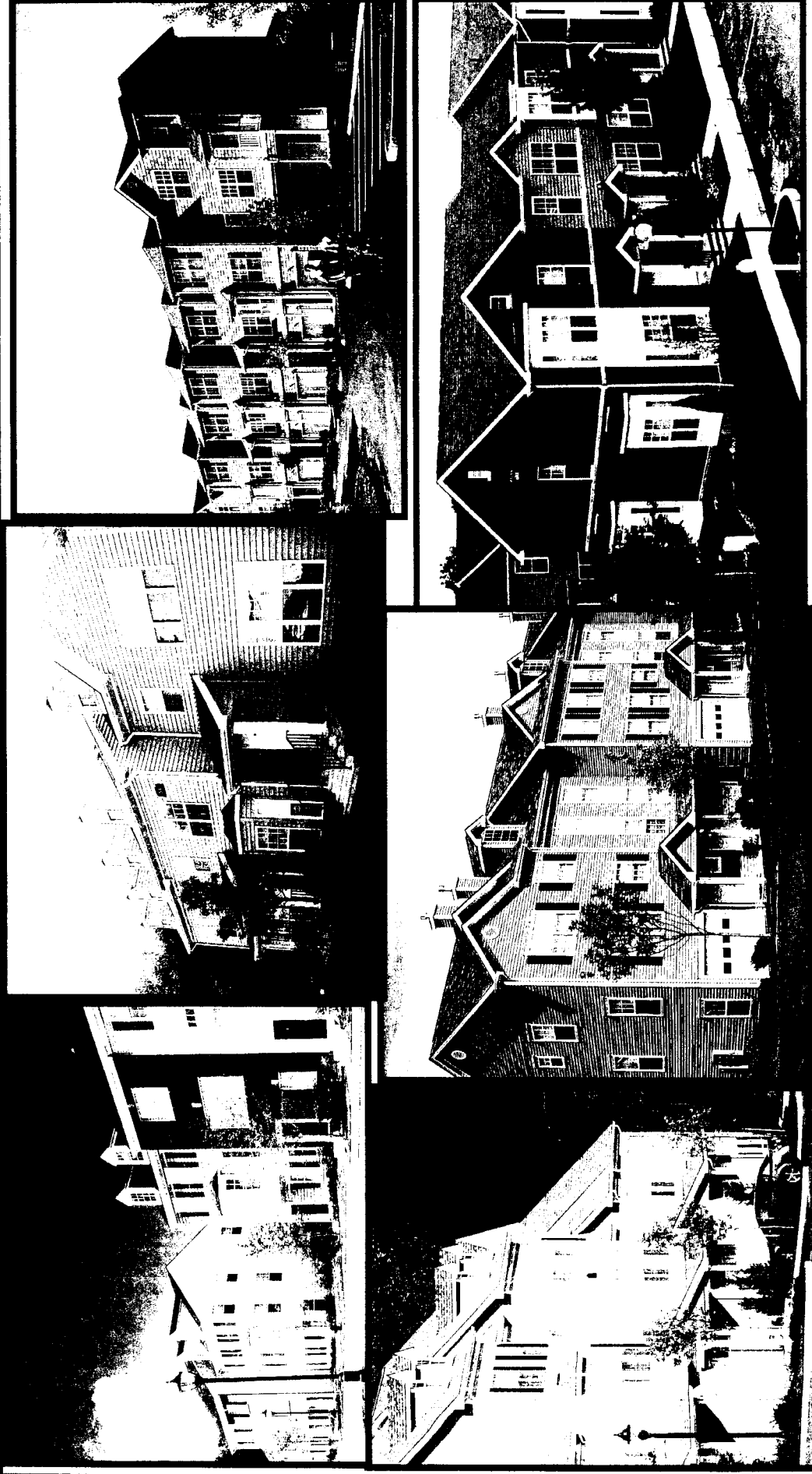
AvalonBay  
COMMUNITIES, INC.

# Direct Entry Buildings



AvalonBay  
COMMUNITIES, INC.

# Townhome Buildings



**AvalonBay**  
COMMUNITIES, INC.

# Community Description

## Site Location:

- Approximately 36.4 acres abutting CenTech Park.

## ■ Parking:

757 parking spaces (1.9 per apt)  
44 townhome garages

## 444 Apartment Homes in 3 Building Types:

- 250 apartment homes in 2, 4-story buildings with terrace levels.
- 150 apartment homes in 16, 2-story direct-entry buildings.
- 44 townhome apartments in 9 townhome buildings.

## Apartment Mix:

- 178 1-bedroom (40%)
- 244 2-bedroom (55%)
- 22 3-bedroom (05%)

- Clubhouse/Leasing Office
- Maintenance Building
- Recycle Center
- Detached Garages





# Community Features

## *Standard Features:*

- Spacious floor plans
- Walk-in closets
- Balcones/porches
- Full size washer & dryer
- Brand name appliances
- Wall-to-wall carpeting
- Forced air heating and cooling
- Raised panel cabinets

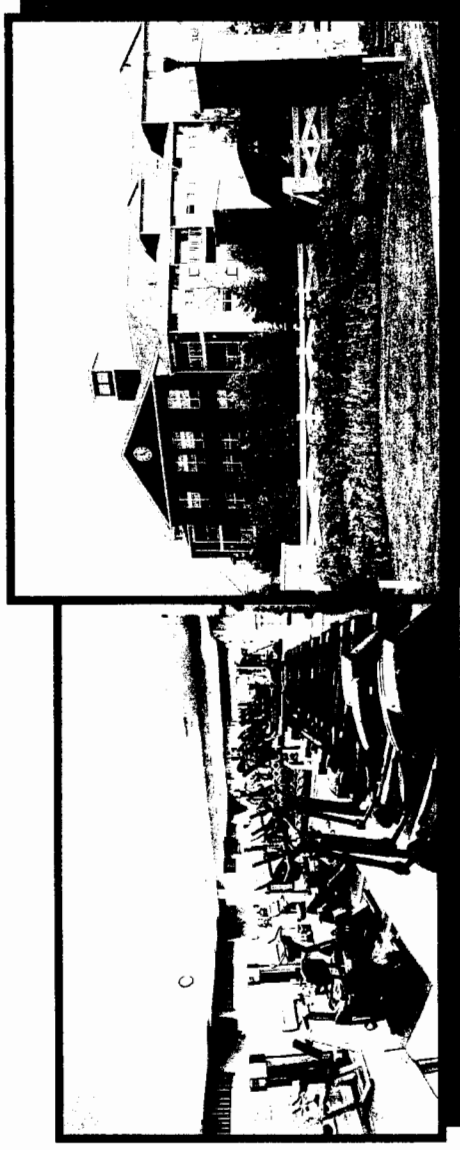
## *Optional Features:*

- Intrusion alarms
- Gas fireplaces
- Lofts on upper levels

Attached/detached garages

## *Common Area Amenities:*

- ✓Clubhouse/Lease office
- State of the art fitness center
- Outdoor pool & spa
- Central landscaped courtyard
- ✓Barbecue/picnic area
- ✓Recycling center
- ✓Tot lot



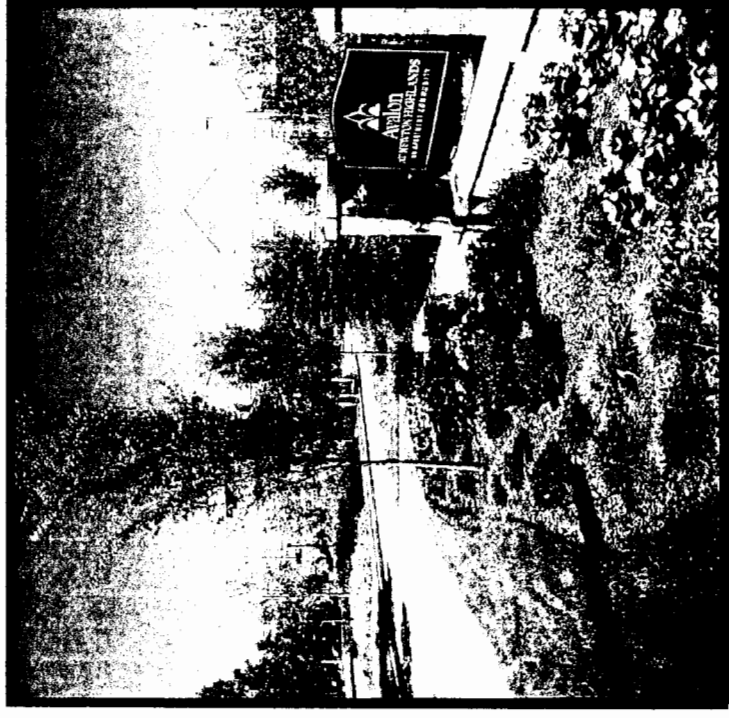
**AvalonBay**  
COMMUNITIES, INC.



# Benefits / Impacts

- Police: On-site management
- Life safety: buildings fully sprinklered with state-of-the-art fire alarm systems.
- Infrastructure: private maintained by AvalonBay.
- Trash Pick-up: ~ private, maintained by AvalonBay.
- Traffic: multifamily is a low traffic generator with peak hour traffic representing a small fraction of daily traffic.

- Tax Revenues – Fiscal Impacts
- Affordable Housing



# Permitting & Approvals



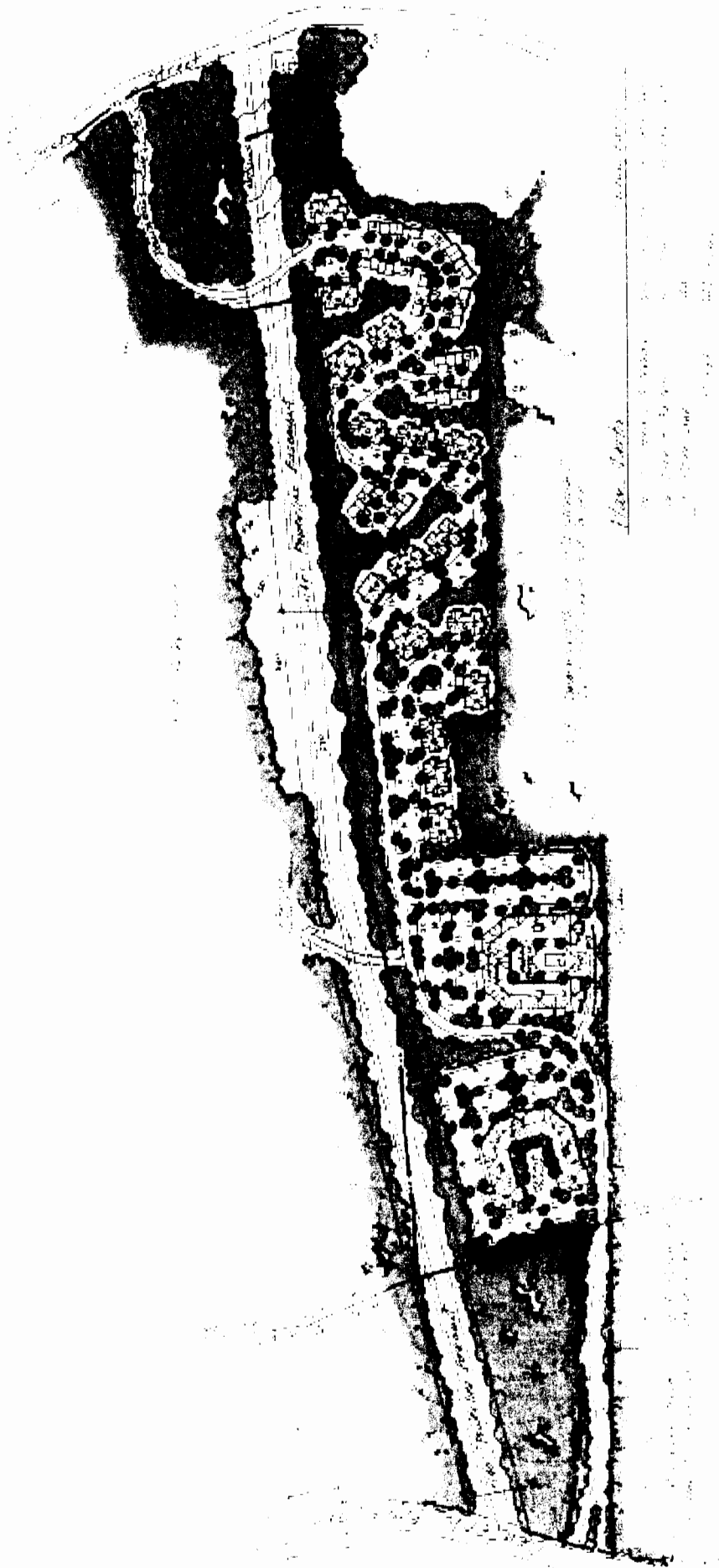
**AvalonBay**  
COMMUNITIES, INC.

# Mitigation

Mitigation	Amount/Unit	Unit	444 Units	Total \$'s	502 Units	Total \$'s
(1) General Impact / Mitigation	3,000	per Unit	444	1,332,000	502	1,506,000
(2) Sewer I&I	440	per Bedroom	732	322,080	835	367,464
(3) Density > 300 Units	10,000	per Unit	144	1,440,000	144	1,440,000
(4) Density > 444 Units	12,000	per Unit	-	-	58	696,000
(5) 40R Lump Sum Payment	-	lump sum	1	350,000	1	600,000
(6) 40R Bonus Payment (Apt. > 38)	3,000	per Apt. > zoning	406	1,218,000	464	1,392,000
Total Mitigation to Shrewsbury				4,662,080		6,001,464

- (1) Funding to the Town of Shrewsbury to offset/mitigate general development impacts.
- (2) Avalon at Shrewsbury Hills anticipates providing on-site sewer. While no sewer connection fee is required, the Sewer I&I contribution would be made to offset ongoing town wide I&I efforts.
- (3) Funding to the Town of Shrewsbury to offset/mitigate general development impacts and/or facilitate commercial dev. for units greater than density allowed under Chapter 40B (300 units).
- (4) Funding to the Town of Shrewsbury to offset/mitigate general development impacts and/or facilitate commercial dev. for units in excess of proposed development (444 units).
- (5) Lump Sum Payment per 40R guidelines - increases from \$350,000 to \$600,000 for developments greater than 500 units.
- (6) Per unit payment per 40R guidelines of \$3,000 per unit greater than units allowed under existing zoning (38 units).

# Avalon at Shrewsbury Hills



# AvalonBay

COMMUNITIES, INC.